U.S. Department of Justice Washington, DC 20530

Exhibit B

To Registration Statement

OMB No. 1108-0007 Approval Expires Nov. 30, 1993

Under the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements; or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. This form shall be filed in triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda or other document or information filed with the Attorney General under this act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

Name of Registrant

Modge Rose Guthrie Alexander & Ferdon

Name of Foreign Principal

Baugladesh Garment Manufacturers & Exporters

Association

Check Appropriate Boxes:

- 1.1 The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
- 2.x There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 3.1 The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and the expenses, if any, to be received.

4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Registrant will work with the International Business & Economic Research Corporation in conducting research and providing advice to the Bangladesh Garment Manufacturers & Exporters Association concerning the bilateral textile negotiations between the Governments of Bangladesh and the United States.

5. Describe fully the setivities the registrant engages in or proposes to engage in on behalf of the above foreign principal. Registrant will work with the International Business & Economic Research Corporation in the development of economic and other data for use in advising the Bangladesh Garment Manufacturers & Exporters Association.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?

Yes [y] No []

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

It is Registrant's position that none of its anticipated activities for the Bangladesh Garment Manufacturers & Exporters Association would constitute political activities as defined by the Act. Nonetheless, Registrant is filing this statement out of an abundance of caution.

Date of Exhibit B

July 24, 1992

Name and Title

Michael P. Daniels

Monacina Partner

rku/l

Political activity as defined in Section 1(o) of the Act means the dissemination of political propagands and any other activity which the person engaging therein belief specific or which he intends to, presail epone indoctrimeter convert, induce, personal, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, and a ling, or changing the describe or foreign political period.

MUDGE ROSE GUTHRIE ALEXANDER & FERDON

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Mr. Mosharraf Hossain
President
Bangladesh Garment Manufacturers
& Exporters Association
BCIC Bhaban (3rd Floor)
30-31, Dilkusha C/A
Dhaka, 1000, Bangladesh

Dear Mr. Hossain:

This is to advise you that Mudge Rose Guthrie Alexander & Ferdon and its affiliated trade consulting firm, the International Business and Economic Research Corporation (IBERC), are prepared to provide research, advisory and consulting services to the Bangladesh Garment Manufacturers & Exporters Association (BEMDA) along the lines discussed in the meeting held in my office on June 16, 1992, i.e., in addition to the annual retainer of \$36,000, BGMEA will pay hourly professional fees for both Mudge Rose and IBERC staff as well as any expenses incident to the provision of services by Mudge Rose and IBERC,

Michael P. Dangel

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